

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:) Case No. 09 B 34022
) (Jointly Administered)
PERPETUA BURR-OAK HOLDINGS)
OF ILLINOIS, LLC and PERPETUA, INC.,) Chapter 11
)
Debtor.) Judge Pamela S. Hollis

**ORDER ENTERING FINDINGS OF FACT AND CONCLUSIONS OF LAW
AWARDING TO PERKINS COIE, LLC, COUNSEL TO THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS, ALLOWANCE AND PAYMENT OF INTERIM
APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES**
[EOD # 688]

TOTAL FEES REQUESTED:	\$ 154,953.50	TOTAL COSTS REQUESTED:	\$ 1,852.24
TOTAL FEES REDUCED:	\$ 1,174.50	TOTAL COSTS REDUCED:	\$ 207.71
TOTAL FEES ALLOWED:	\$ 153,779.00	TOTAL COSTS ALLOWED:	\$ 1,644.53

TOTAL FEES AND COSTS ALLOWED: \$ 155,423.53

THE COURT HAS UNDERLINED THE ATTACHED TIME AND EXPENSE ENTRIES WHICH HAVE BEEN DISALLOWED IN WHOLE OR IN PART. THE BASIS FOR EACH DISALLOWANCE IS DISCLOSED BY THE NUMERICAL NOTATION WHICH APPEARS NEXT TO EACH HIGHLIGHTED ENTRY. THE NUMERICAL NOTATIONS REFER TO THE ENUMERATED PARAGRAPHS BELOW.

(5) Duplication of Services

The court denies the allowance of compensation for services that duplicate those of another professional or paraprofessional. See 11 U.S.C. § 330(a)(4)(A)(i). Also, when more than one attorney appears in court on a motion or argument or for a conference, no fee should be sought for non-participating counsel. In re Pettibone, 74 B.R. 293, 307 (Bankr. N.D. Ill. 1987) (“A debtor’s estate should not bear the burden of duplication of services. If found in the record, such duplication shall be disallowed by the court as unnecessary.”).

(6) Meal Expenses

The court denies the allowance of reimbursement of this meal expense. In re Convent Guardian Corp., 103 B.R. 937, 942 (Bankr. N.D. Ill. 1989) (“[I]t is highly unlikely that counsel could prove that the meal expenses were reasonably necessary for the proper representation of the debtor. . . . If the attorney were not working on the case, he would still have to eat. Accordingly, the court finds that, except in very limited circumstances, local meals are not reasonably necessary for the proper representation of the client.”).

(9) No Benefit to the Estate

The court denies requests for fees relating to services that do not benefit the estate or that are not necessary to the administration of the case. 11 U.S.C. § 330(a)(4)(A).

IT IS SO ORDERED.

ENTERED:

Date: SEP 30 2010



PAMELA S. HOLLIS
United States Bankruptcy Judge

Committee Communications

Date	Attorney/Assistant	Hours	Description of Services
04/01/10	G. Crawford	0.50	Edit committee meeting notes from 3/29/2010;
04/02/10	K. Stetsko	0.40	Communication w/ committee members regarding expenses (.1); communication w/ committee members regarding scheduled meeting (.1); revise minutes of committee meeting and send to committee (.2);
04/06/10	G. Crawford	0.20	Teleconference with E. Hill regarding the Expense Reimbursement Form;
04/07/10	G. Crawford	0.40	Teleconference with committee member J. Jones regarding upcoming meeting and materials to be mailed (.2); prepare and mail letters for committee members E. Hill, J. Jones and P. Murphy (.2);
04/08/10	K. Stetsko	0.10	Email creditors committee regarding meeting and agenda;
04/09/10	D. Zazove	0.10	Telephone call with D. Charles regarding the survey of Burr Oak Cemetery and work done at the request of the Sheriff.
04/09/10	K. Stetsko	0.10	Call B. Horowitz regarding case status;
04/09/10	G. Crawford	0.30	Teleconferences with committee members E. Hill, J. Jones, and P. Murphy regarding upcoming committee meeting;
04/12/10	D. Zazove	1.50	Attend part of the Committee meeting to discuss the negotiations with the prospective purchasers;
04/12/10	K. Stetsko	2.50	Attend committee meeting;
04/12/10	G. Crawford (- \$300.-)	2.50	Attend committee meeting to prepare minutes; (5)
04/15/10	D. Zazove	0.50	Telephone call from committee member regarding meetings with purchasers;
04/16/10	K. Stetsko	0.10	Email committee regarding application to employ and other matters;
04/16/10	G. Crawford	0.50	Edit committee meeting minutes;
04/19/10	D. Zazove	0.40	Telephone call with Committee member's counsel regarding the economics of the sale of Burr Oak Cemetery to a third party operator.
04/19/10	K. Stetsko	0.20	Call w/ D. Charles (.1); emails regarding committee meeting (.1);
04/21/10	K. Stetsko	0.10	Email K. Goldstein regarding status of meeting;
04/22/10	J. Christian	1.60	Meeting with W. Carter, J. Bell, Mr. & Mrs. Getling, P. O'Malley and sub-committee of Creditors Committee;
04/22/10	D. Zazove	3.00	Meet with prospective purchaser and sub-committee of the Creditors' Committee to discuss the acquisition of Burr Oak Cemetery pursuant to a confirmed plan of reorganization.
04/23/10	D. Zazove	0.60	Telephone calls with D. Charles(.4), B. Shaw (.2) regarding the status of the sale and the issue of the bidders taking both Cemeteries.
04/23/10	K. Stetsko	0.60	Email K. Atherton regarding auction sale (.1); email committee regarding committee teleconference and sale motion (.5);
04/23/10	G. Crawford	0.50	Answer hotline calls from creditors;
04/26/10	J. Christian	1.40	Conference call with Creditor Committee members regarding auction sale of cemeteries and options for closing sales (1.3); review correspondence from D. Charles regarding meeting with W. Carter and potential sale of Burr Oak (.1);
04/26/10	D. Zazove	5.00	Attend sale at Shaw Gussis (3.0); telephone committee meeting to make sale recommendation (2.0);
04/26/10	K. Stetsko	1.60	Call w/ Ms. Murphy regarding meeting (.1); post-auction teleconference (1.4);
04/26/10	G. Crawford (- \$228.-)	1.90	Participate in committee call to record minutes of same; (5)
04/27/10	G. Crawford	0.20	Prepare letter containing burial site information;
04/28/10	K. Stetsko	0.10	Email committee regarding meeting;
04/30/10	J. Christian	0.10	Review correspondence from D. Charles regarding T. Dart comments on Burr Oak (.1);
04/30/10	K. Stetsko	0.10	Email committee regarding meeting;

Total For Services \$10,568.00

Total This Matter \$10,568.00

Date	Attorney/Assistant	Hours	Description of Services
04/23/10	D. Zazove	0.60	Telephone calls with B. Shaw regarding plan provisions (.5); review signed letter with purchaser extending time to acquire Burr Oak Cemetery(.1).
04/23/10	D. Zazove	0.50	Drafting revisions to the sale order.
04/23/10	D. Zazove	0.30	Review additional bid from Troost;
04/23/10	D. Zazove	1.00	Attend office conference with P. O'Malley to go over the plan items and budgeting for same.
04/23/10	D. Zazove	0.40	Review competitive purchase offer from Bronze Stone Group.
04/23/10	K. Stetsko	1.20	Update sale order (.5); emails w/ B. Shaw regarding revised sale order (.2); call w/ P. Mandell regarding revised sale order (.3); review qualified bids (.2);
04/26/10	J. Christian	0.60	Review current bids for Burr Oak and Cedar Park Cemeteries (.3); review correspondence from G. Jordan regarding same (.2); review correspondence to P. Mandell regarding committee recommendations regarding sale of cemeteries (.1);
04/26/10	D. Zazove	1.10	Telephone call with B. Shaw regarding additional purchasers and auction sale, Pacesetter's role in the process(.4); telephone call with P. Mandell regarding he and his client attending the sale(.2); Brief conference with P. O'Malley regarding the qualifications and reputations of the bidders for Burr Oak(.5)
04/26/10	K. Stetsko	3.40	Attend auction (3.0); review news articles on Burr Oak sale (.2); review G. Jordan objection to receiver's motion for administrative expense (.2);
04/27/10	J. Christian	0.80	Review mark up and pre-mark up sale order (.8); review status of sales order (.1);
04/27/10	D. Zazove	1.90	Telephone calls with P. Mandel(.2), B. Shaw(.2), and later with both of them(.3) regarding the sale terms and rumors of another offer after the sale was concluded; review draft sale order as modified(.7); review financial commitment and modifications to same (.5)
04/27/10	K. Stetsko	1.80	Revise draft sale order;
04/28/10	D. Zazove	0.60	Telephone call with B. Shaw to discuss various aspects and issues of the proposed plan of reorganization.
04/28/10	K. Stetsko	0.50	Call w/ P. O'Malley and J. Costle regarding survey (.2); attention to Pacesetter members release (.3);
04/29/10	J. Christian	1.60	Review revised sale order (.2); evaluate plans for implementation of same (.2); review sample claims and administration protocol (.6); review comments of T. Dart regarding proposed sale of Burr Oak (.3); plan options for further handling (.3);
04/29/10	D. Zazove	1.20	Review portions of debtor's draft of plan (.4); telephone call with P. O'Malley regarding sale conditions and fulfillment of same(.3); brief conference with K. Stetsko regarding committee meeting and plan input (.5).
04/29/10	K. Stetsko (-# 27.50)	0.10	Review articles regarding sheriff's statements; ⑨
04/30/10	D. Zazove	1.50	Review additional portion of draft of plan of reorganization.
04/30/10	K. Stetsko (-# 55.00)	0.20	Attention to sheriff's comments and media coverage (.2); ⑨

Total For Services \$20,645.00

Total This Matter \$20,645.00

SUMMARY OF SERVICES:

Attorney/Assistant	Hours Worked	Billing Rate	Total
J. Christian	12.10	520.00	6,292.00
D. Zazove	18.80	585.00	10,998.00
K. Stetsko	12.20	275.00	3,355.00
Total	43.10	479.00	\$20,645.00

Date	Attorney/Assistant	Hours	Description of Services
			settlement, status of sale of Burr Oak and Cedar Park and resolution of tort claims (1.7);
06/04/10	D. Zazove	1.50	Conference with committee member regarding administration of claims and assets under a plan of reorganization;
06/07/10	J. Christian	2.50	Attend meeting of Creditors Committee to discuss insurance settlement;
06/07/10	D. Zazove	2.20	Conduct Committee meeting;
06/07/10	K. Stetsko	2.20	Attend creditors' committee meeting to discuss plan;
06/07/10	G. Crawford	2.20	Attend committee meeting to record minutes;
06/08/10	K. Stetsko	0.10	Email w/ creditors' attorney regarding next hearing & agenda;
06/08/10	G. Crawford	0.50	Prepare committee meeting minutes;
06/11/10	J. Christian	0.10	Review various correspondence to Creditors' Committee regarding agenda for next meeting, status of objection to proposed insurance settlement;
06/11/10	K. Stetsko	0.30	Emails to Creditors' Committee regarding meeting items (.1); emails to Creditors' Committee regarding motion to extend time to file plan (.2);
06/12/10	D. Zazove	0.20	Email correspondence with committee members who oppose Debtors' further extension of plan exclusivity;
06/14/10	K. Stetsko	0.20	Emails to committee members regarding Debtor's motion to extend exclusivity period;
06/15/10	D. Zazove	0.30	Telephone call with committee member regarding the Debtors' motion to extend exclusivity, status of ownership in relationship to the Debtors;
06/18/10	G. Crawford	0.40	Notify committee members of upcoming meeting (.2); circulate minutes to committee members to review before 6/22 meeting (.2);
06/21/10	G. Crawford	0.20	Teleconferences with committee members to remind them of meeting on 6/22;
06/22/10	J. Christian	1.50	Attend meeting of Creditors Committee to discuss proposed insurance settlement;
06/22/10	D. Zazove	2.50	Conduct meeting of the Creditors' Committee: subjects include: insurance settlement and objections, plan of reorganization, creditor trust, claim processor, review of gross claim data and information with presentations by: P. O'Malley, J. Coste, K. Stetsko, J. Christian, N. Kiryani;
06/22/10	K. Stetsko	2.00	Attend portion of committee meeting to go over plan of reorganization;
06/22/10	G. Crawford	2.50	Attend committee meeting to prepare minutes; prepare minutes;
06/24/10	K. Stetsko	0.30	Call w/ creditor's attorney (.1); conference w/ committee attorneys to discuss outcome of omnibus hearing (.2);
06/29/10	G. Crawford	0.50	Prepare committee meeting minutes;
			Total For Services
			\$9,154.00
			Total This Matter
			\$9,154.00

SUMMARY OF SERVICES:

Attorney/Assistant	Hours Worked	Billing Rate	Total
J. Christian	5.80	520.00	3,016.00
D. Zazove	6.70	585.00	3,919.50
K. Stetsko	5.10	275.00	1,402.50
G. Crawford	6.80	120.00	816.00
Total	24.40	375.16	\$9,154.00

Court Appearances

Date	Attorney/Assistant	Hours	Description of Services
06/03/10	D. Zazove	1.00	Attend hearing on Debtors' motion to compromise insurance claims.

SUMMARY OF SERVICES:

Attorney/Assistant	Hours Worked	Billing Rate	Total
G. Crawford	0.60	120.00	72.00
Total	3.20	497.81	\$1,593.00

Committee Communications

Date	Attorney/Assistant	Hours	Description of Services
05/03/10	J. Christian	1.50	Attend portion of Creditors Committee meeting to discuss insurance issues;
05/03/10	D. Zazove	2.00	Prepare for and conduct meeting of the creditors' committee to discuss plan and sale issues.
05/03/10	G. Crawford	1.00	Prepare minutes of committee meeting;
05/06/10	K. Stetsko	0.20	Emails to committee regarding meeting;
05/07/10	D. Zazove	0.20	Telephone call with committee member regarding plan issues.
05/07/10	G. Crawford	0.10	Draft letter and enclosures to committee members regarding Debtor's trust model;
05/10/10	G. Crawford	0.10	Teleconferences with committee members regarding postponement of meeting;
05/12/10	K. Stetsko	0.10	Email committee regarding committee meeting;
05/13/10	G. Crawford	0.20	Teleconferences to members regarding meeting change;
05/25/10	K. Stetsko	0.10	Email committee members regarding meeting;
05/29/10	K. Stetsko	0.20	Email Committee regarding insurance settlement and meeting;

Total For Services \$2,400.00

Disbursements and Other Charges

Photocopying and printing expenses	125.10
Long distance telephone charges	114.88
PACER usage expenses	1,173.48
<u>Conference meals -</u>	
D. Zazove, P. Murphy, E. Hill, et al., 4/8	49.91
D. Zazove, P. Madell, 4/12	44.81
D. Charles, T. Gary, J. Jones, et al., 4/22	69.15

} (- \$163.87)
 (6)

Disbursement and Other Charges Total \$1,577.33

Total This Matter \$3,977.33

SUMMARY OF SERVICES:

Attorney/Assistant	Hours Worked	Billing Rate	Total
J. Christian	1.50	520.00	780.00
D. Zazove	2.20	585.00	1,287.00
K. Stetsko	0.60	275.00	165.00
G. Crawford	1.40	120.00	168.00
Total	5.70	421.05	\$2,400.00

Court Appearances

Date	Attorney/Assistant	Hours	Description of Services
05/13/10	D. Zazove	1.00	Court appearance on application for allowance of compensation, debtors' motion to extend plan exclusivity and debtors' motion to assume and assign executory contract.

Costs and Expenses

Disbursements and Other Charges

Photocopying and printing expenses	10.00
Long distance telephone charges	14.11
Conference meals - L. Rogers, S. Plotkin, S. Kanarish, et al., 6/22	43.84
	(6) (-\$43.84)
Disbursement and Other Charges Total	\$67.95
Total This Matter	\$67.95

TOTAL SUMMARY OF SERVICES:

Attorney/Assistant	Hours Worked	Billing Rate	Amount
J. Christian	4.00	520.00	2,080.00
G. Crawford	10.30	120.00	1,236.00
D. Gold	0.80	305.00	244.00
K. Stetsko	3.60	275.00	990.00
D. Zazove	16.50	585.00	9,652.50
Total	35.20	403.48	\$14,202.50

DAZ

This invoice is for current charges only.

Outstanding invoices from prior billing cycles will be summarized on a separate Statement of Account.
Late Charges Will Be Due If This Invoice Is Not Paid On Or Before SEPTEMBER 17, 2010

If payment is made by wire remittance, please direct to:

Perkins Coie
US Bank
Bank ABA # 125000105
Account # 1 535 5592 1235
Please reference your Perkins Coie Account No. 72010, Invoice 4244724

INFORMATION MAY BE SUBJECT TO ATTORNEY-CLIENT AND/OR ATTORNEY WORK PRODUCT PRIVILEGES